



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5
77 WEST JACKSON BOULEVARD
CHICAGO, IL 60604-3590

REPLY TO THE ATTENTION OF:
SE-5J

AUG 28 2018

961423

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Steven J. Poplawski, Esquire
Bryan Cave LLP
c/o XTRA Intermodal, Inc., and X-L-CO., Inc.,
211 North Broadway, Suite 3600
St. Louis, Missouri 63102-2750

Re: Request for Information Pursuant to Section 104(e) of CERCLA
Old American Zinc Site
2575 Kingshighway, Village of Fairmont City,
St. Clair County, Illinois
Site Spill Identification Number: B5A1

Dear Mr. Poplawski:

This letter seeks your cooperation in providing information and documents relating to contamination at the Old American Zinc Site (Site). The Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, 42 U.S.C. §§ 9601-9675, commonly known as "CERCLA" or "Superfund," gives the U.S. Environmental Protection Agency the authority to, among other things: (a) assess contaminated sites; (b) determine the threats to human health and the environment posed by each site; and (c) clean up those sites in the order of the relative threats posed by each.

Illinois Environmental Protection Agency (IEPA) began Site investigations in 1994 in response to citizen complaints of dust blowing from the Site. Subsequent sampling by the U.S. Environmental Protection Agency (EPA) and IEPA found heavy metals in on-site slag, soils, stream sediments, and on adjacent residential properties at levels exceeding greater than background and risk-based screening levels. On November 2, and 3, 1999, EPA identified elevated levels of lead and cadmium on the Site and elevated lead concentrations in residential soil near the Site.

Time-critical removal actions began at the Site in 2002, and continued through 2003. Soil removal actions were performed on 152 properties with elevated levels of soil lead concentrations.

From May 2006 through January 2008, a Remedial Investigation was conducted at the Site. On September 11, 2012, EPA issued a Record of Decision specifying the remedial actions to be performed. From 2014 through 2017, the Remedial Design of the Site remedy was conducted. On April 7, 2016, EPA added the Site and the surrounding off-site affected properties to the Superfund's National Priorities List Final Rule in the Federal Register (81 FR 20252).

EPA has completed a response action to address the release or threat of release of hazardous substances, pollutants or contaminants at the Site. EPA is investigating activities, materials, and parties that contributed to contamination at the Site, as well as, the ability of persons to reimburse EPA's response costs. EPA believes that you might have information that may assist the agency in its efforts.

We encourage you to give this matter your immediate attention and request that you provide a complete and truthful response to this Information Request and enclosed questions (Enclosure C) within twenty (20) calendar days of your receipt of this letter.

Information Request

Under Section 104(e)(2) of CERCLA, 42 U.S.C. § 9604(e)(2), EPA has broad information gathering authority that allows EPA to require persons to furnish information or documents relating to:

- a. The identification, nature and quantity of materials which have been or are generated, treated, stored or disposed of at a vessel or facility or transported to a vessel or facility;
- b. The nature or extent of a release or threatened release of a hazardous substance or pollutant or contaminant at or from a vessel or facility; and
- c. Information relating to the ability of a person to pay for or to perform a cleanup.

While EPA seeks your cooperation in this investigation, compliance with the Information Request is required by law. Please note that false, fictitious or fraudulent statements or representations may subject you to civil or criminal penalties under federal law.

Some of the information EPA is requesting may be considered by you to be confidential. Please be aware that you may not withhold the information upon that basis. If you wish EPA to treat the information confidentially, you must advise EPA of that fact by following the procedures outlined in Enclosure A, including the requirement for supporting your claim for confidentiality.

If you have information about other parties who may have information that may assist the agency in its investigation of the Site or may be responsible for the contamination at the Site, that information should be submitted within the time frame noted above.

This Information Request is not subject to the approval requirements of the Paperwork Reduction Act of 1995, 44 U.S.C. § 3501 *et seq.*

Instructions on how to respond to the questions in Enclosure C to this document are described in Enclosure A. Your response to this Information Request should be mailed to:

Mike Rafati, Enforcement Specialist
U.S. Environmental Protection Agency, Region 5
Superfund Division – Emergency Response Branch 2
Enforcement Support Section, SE-5J
77 West Jackson Boulevard
Chicago, Illinois 60604-3590

If you have any legal questions about this Information Request, please contact Thomas Turner, Associate Regional Counsel, at (312) 886-6613 or at turner.tom@epa.gov. If you have other questions about the Information Request, please contact Mike Rafati, Enforcement Specialist, at (312) 886-0390 or at rafati.mike@epa.gov.

We appreciate and look forward to your prompt response to this Information Request.

Sincerely,

A handwritten signature in black ink, appearing to read "Samuel Borries". The signature is fluid and cursive, with the first name "Samuel" and last name "Borries" clearly distinguishable.

Samuel Borries, Chief
Emergency Response Branch 2

Enclosures

- A. Instructions
- B. Definitions
- C. Questions
- D. Declaration

Enclosure A
Information Request
Old American Zinc Site

INSTRUCTIONS

1. Answer Each Question Completely. You must provide a separate answer to each question and subpart set forth in this Information Request. Incomplete, evasive, or ambiguous answers shall constitute failure to respond to this Information Request and may subject you to the penalties set out in the cover letter.
2. Response Format and Copies. Provide the responses to this Information Request and copies of all requested documents either electronically or on paper (hard copy). Your submission, whether electronic or hard copy, must include an index that lists all the responsive documents provided, and that indicates where each document is referenced in the written response, and to which question or questions each document is responsive.

Any documents you determine to be Confidential Business Information (CBI) must be segregated out and submitted in a separate folder or on a separate compact disc (CD). These documents must be clearly marked as "Confidential Business Information."

If providing your response electronically, it must be submitted on a CD in Portable Document Format (PDF) and comply with the following requirements:

- a. CBI and personal privacy information (PII) should be provided on separate media (e.g., a separate CD) and marked as such to ensure information is appropriately handled.
 - b. All documents originally smaller than 11 by 17 inches can be submitted electronically; any documents originally larger than 11 by 17 inches must be submitted in hard copy.
 - c. Electronic PDF files must be text-searchable; and
 - d. The document index must clearly identify any single electronic document which has been separated into multiple electronic files (because of size limitation or otherwise) and each component file that comprises the full document.
3. Number Each Answer. Number each answer with the number of the question to which it corresponds.
4. Provide the Best Information Available. You must provide responses to the best of your ability, even if the information sought was never put down in writing or if the written documents are no longer available. You should seek out responsive information from current and former employees/agents. Submission of cursory responses when other responsive information is available to the Respondent will be considered noncompliance with this Information Request.

5. Identify Information Sources. For each question, identify all persons and documents you relied on for your answer.
6. Confidential Information. You must provide the information requested even though you may contend that it includes confidential information or trade secrets. You may assert a confidentiality claim covering part or all the information requested, pursuant to 42 U.S.C. §§ 9604(e)(7)(E) and (F), and 40 C.F.R. § 2.203(b). All information claimed to be confidential should be contained on separate sheet(s) and should be clearly identified as “trade secret,” “proprietary” or “company confidential.” Your confidentiality claim should be supported by the submission of information consistent with 40 C.F.R. Part 2. Information covered by a confidentiality claim will be disclosed by EPA only to the extent, and only by means of the procedures, provided in 40 C.F.R. §§ 2.201-2.311. If no such claim accompanies the information received by EPA, it may be made available to the public by EPA without further notice to you.

You should also provide a redacted version of the same document that removes all CBI and PII from the document. This redacted version of the document should remove all information that you claim is CBI or PII. Since all the CBI and PII have been removed, this redacted version is not subject to the procedures of 40 C.F.R. Part 2. EPA may make this redacted version available to the public without further notice to you.

7. Disclosure to the EPA Contractor. Information that you submit in response to this Information Request may be disclosed by EPA to authorized representatives of the United States, pursuant to 40 C.F.R. § 2.310(h), even if you assert that all or part of it is confidential business information. EPA may provide this information to its contractors for organizing and/or analyzing the information contained in the responses to this Information Request. If you are submitting information that you assert is entitled to treatment as confidential business information, you may comment on this intended disclosure within twenty (20) business days of receiving this Information Request.
8. Personal Privacy Information. Personnel and medical files, and similar files the disclosure of which to the general public may constitute an invasion of privacy, should be segregated from your responses, included on separate sheet(s), and marked as “Personal Privacy Information.” You should note, however, that unless prohibited by law, EPA may disclose this information to the general public without further notice to you.
9. Objections. While you may object to certain questions in this Information Request, you must provide responsive information notwithstanding those objections. To object without providing responsive information may subject you to the penalties set out in the cover letter.
10. Privilege. If you claim that any document responsive to this Information Request is a communication for which you assert that a privilege exists for the entire document, identify (see Definitions) the document and provide the basis for asserting the privilege. For any document for which you assert that a privilege exists for a portion of it, provide the portion of the document for which you are not asserting a privilege, identify the portion of the

document for which you are asserting the privilege, and provide the basis for such an assertion. Please note that regardless of the assertion of any privilege, any facts contained in the document that are responsive to the Information Request must be disclosed in your response.

11. Declaration. You must complete the enclosed declaration, in hard copy with an original signature, certifying the accuracy of all statements in your response.

Enclosure B
Information Request
Old American Zinc Site

DEFINITIONS

Terms not defined here shall have their ordinary meaning, unless such terms are defined in Section 101 of CERCLA, 42 U.S.C. § 9601, or Volume 40 of the Code of Federal Regulations, in which case such statutory or regulatory definitions shall apply.

The following definitions apply to the following words as they appear in this Information Request:

1. The term "Affiliate" means (i) entities owning stock or stake in the addressee of this Information Request directly or indirectly (i.e., parent companies); (ii) entities owned in whole or in part by the addressee of this Information Request, directly or indirectly (i.e., subsidiaries); (iii) entities with substantially the same legal or beneficial ownership as the addressee of this Information Request (i.e., sister companies); and (iv) entities directed or managed by persons who are directors, officers, or members of the addressee of this Information Request.
2. The term "business activities" means all actions, endeavors, ventures, or financing arrangements related in any manner whatsoever to the use and development of the Site, including surveying, sampling, grading, documentation, photography, demolition, construction, waste disposal, and sales.
3. The terms "document" and "documents" mean any method of recording, storing or transmitting information. "Document" includes, but is not limited to:
 - a. Writings of any kind, including, but not limited to, any of the following:
 - i. letters, memoranda, fax transmittals;
 - ii. meeting minutes, telephone records, notebooks;
 - iii. agreements and contracts;
 - iv. reports to shareholders, management, or government agencies;
 - v. transportation manifests;
 - vi. copies of any document;
 - b. Any film, photograph, or sound recording on any type of device;
 - c. Any blueprints or drawings; and
 - d. Attachments to, or enclosures with, any document.
4. The term "hazardous material" means any hazardous substances, pollutants or contaminants, hazardous wastes, or hazardous waste constituent as defined below.

5. The term “hazardous substance” has the same definition as that contained in Section 101(14) of CERCLA, and includes any mixtures of such hazardous substances with any other substances, including mixtures of hazardous substances with petroleum products or other nonhazardous substances.
6. The term “hazardous waste” has the same definition as that contained in Subsection 1004(5) of Resource Conservation and Recovery Act, 42 U.S.C. §6903(5), and 40 C.F.R. Part 261.
7. The term “identify” means, with respect to a natural person, to set forth: (a) the person’s full name; (b) present or last known business and home addresses and telephone numbers; and (c) present or last known employer (include full name and address) with job title, position or business.
8. The term “identify” means, with respect to a corporation, partnership, business trust or other entity, to set forth: (a) its full name; (b) complete street address; (c) legal form (e.g., corporation, partnership); (d) the state under whose laws the entity was organized; and (e) a brief description of its business.
9. The term “identify” means, with respect to a document, to provide: (a) its customary business description (e.g., letter, invoice); (b) its date; (c) its number if any (e.g., invoice or purchase order number); (d) the identity of the author, addressee, and/or recipient; and (e) a summary of the substance or the subject matter. Alternatively, Respondent may provide a complete copy of the document.
10. The term “material” or “materials” means any and all raw materials, commercial products, wastes, chemicals, substances or matter of any kind.
11. The term “property” means any interest in real or personal property whatsoever, including fee interests, leases, licenses, rental and mineral rights.
12. The “Site” means all property generally located at 2575 Kingshighway, Village of Fairmont City, St. Clair County, Illinois, and any affected adjacent properties.
13. The term “waste” or “wastes” includes, but is not limited to, trash, garbage, refuse, by-products, solid waste, hazardous waste, hazardous substances, and pollutants or contaminants, whether solid, liquid, or sludge.
14. The term “you” or “Respondents” means the addressee of this Information Request, together with the addressee’s agents, employees, affiliates, and contractors.

Enclosure C
Information Request
Old American Zinc Site

QUESTIONS

1. State the full legal name, address, telephone number, position(s) held by, and tenure of the individual(s) answering any of the Information Requests below on behalf of XTRA Intermodal, Inc. and X-L-CO., Inc. (the Respondents).
2. Identify all persons consulted in the preparation of the answers to these Information Requests.
3. Identify all documents consulted, examined or referred to in the preparation of the answers to these Requests, and provide copies of all such documents.
4. Identify each Respondent's policy with respect to document retention.
5. If you believe that there may be persons able to provide a more detailed or complete response to any Information Request or who may be able to provide additional responsive documents, identify such persons.
6. Identify each Respondent's form of organization, its date of incorporation or business formation, the state where it is organized or incorporated, the states in which it is currently authorized to do business, and its business purpose.
7. Describe Respondents' business activities over the past five years from the date of this Information Request.
8. Identify each entity that was an Affiliate of the Respondents at any point during the five years preceding the date of this Information Request.
9. For each of the five years preceding the date of this Information Request, provide the number of full-time equivalent employees working for each Respondent.
10. For each of the five years preceding the date of this Information Request, for each employee who worked for either of the Respondents or an Affiliate, provide:
 - a. The name of the employee;
 - b. Job title and description for the employee;
 - c. Wage or salary, bonus, and perquisites received from each of the Respondents or the Affiliate(s);
 - d. Percentage of time working at each of the Respondents or the Affiliate(s); and
 - e. Name, job title, and employer of each employee's supervisor.

11. Identify every owner, officer, director, manager or member of Respondents since the date of its formation to the present. Explain each person(s) respective role(s) in the operation of Respondents, including any operational and/or management duties, the rights and responsibilities of each such officer, director manager or member; and state whether they were on Respondent's payroll as employees. Describe the ownership interest of each owner.
12. Provide copies of any documents filed by Respondents with any Secretaries of State.
13. Identify the location of the offices of Respondents at each time since their formation.
14. State whether Respondents are dissolved, and if so, provide the date of dissolution, and identify each person or entity to whom any distribution of assets was made. Provide all documentation related to the dissolution and distribution of assets.
15. Identify each person who hired any contractors or any third parties to perform any type of service such as the storage, treatment or removal of hazardous waste at the Site.
16. Describe the transaction(s) by which each Respondent acquired the Site, including the purchase price, terms, and financing arrangements, and provide all documents relating to the acquisition of the Site (purchase contracts, deeds, etc.).
17. Identify the time period during which Respondents or other persons conducted demolition or scrapping or salvage activities at the Site.
18. Identify the time period during which Respondents or other persons conducted grinding, digging, redistribution, removal, grading or other activities involving slag or other wastes at the Site.
19. Describe in detail Respondents' activities at the Site, or activities by other persons at the Site, including all demolition, scrapping and salvaging activities.
20. During the time period from 1976 to the present, have Respondents allowed (or accepted payment from other parties for) the removal of slag or other waste materials from the Site to other locations? If so, please describe said activities in detail.
21. Identify each person who conducted demolition, scrapping or salvaging activities at the Site.
22. Identify each person who conducted grinding, digging, redistribution, removal, grading or other activities involving slag or other wastes at the Site.
23. Identify each person who exercised control over waste handling, storage or disposal operations at the Site.

24. Identify each person who approved any decisions with respect to the storage, treatment or removal of hazardous waste at the Site.
25. Identify each person involved in the daily control of operations at the Site.
26. Identify each and every contractor or any third party who performed any type of service such as the storage, treatment or removal of hazardous waste, or demolition, salvaging or scrapping, or grinding, redistribution, or grading at the Site.
27. Identify all equipment and scrapped or salvaged materials removed from the Site. For such equipment or materials, identify:
 - a. The dates of removal;
 - b. The disposition of such equipment or materials;
 - c. The recipient of such equipment and materials; and
 - d. The amounts received by Respondent, or persons acting on behalf of Respondent, for such equipment or materials.
28. Identify if Respondents or any other persons on behalf of Respondents, filed permit applications or notifications related to demolition at the Site or the handling of slag at the Site. Identify such other persons and provide a copy of such applications or notifications.
29. Identify each person who managed matters relating to environmental issues at the Site and describe their relationship to Respondents.
30. Provide a list of all property and casualty insurance (e.g., comprehensive general liability, environmental impairment) held by Respondents and specify the insurer, policy, effective dates and per occurrence policy limits for each policy for the time period Respondents were involved with the Site. In lieu of providing this information, you may submit complete copies of all relevant insurance policies.
31. Identify each source of income Respondents received at any time in the five years preceding the date of this Information Request, including but not limited to amounts received for the sale or other disposition of equipment or materials removed, salvaged or scrapped from the Site.
32. For each source of income identified in response to Question 31, identify the specific source of that income, the amount of that income and the time period that income was received.
33. Please disclose, in detail, any and all information regarding the entity named "XTRA Lease" and its relationship to XTRA Intermodal, Inc. and/or X-L-CO., Inc., the OAZ Plant Site, and the corporate history of XTRA Lease.
34. Provide each financial statement or schedule, financial projection, stock broker report, accountant report, or other document that presents a summary of Respondents' financial

condition (in whole or in part) prepared by Respondents or on Respondents' behalf in the five years preceding the date of this Information Request. Provide all notes and supplementary and consolidating schedules to any financial document provided.

35. Provide year-to-date financial statements (balance sheet, income statement, and, if prepared, statement of cash flows) for the most recent month in 2018 available.
36. Provide an "exploded" balance sheet (i.e., internal balance sheet that provides assets in as much detail as available) that breaks down the specific assets that the Respondent holds as of the most recent financial statement provided.
37. Provide complete copies of all debt agreements held by the Respondents in the most recent five years. If term sheets exist for any of these agreements, please provide the terms sheets, as well.
38. Provide all documents for the five years preceding the date of this Information Request that relate to the Respondents' future financial performance, including budgets, business plans, financial projections, pro forma financial statements, loan applications, corporate planning documents, board of director meeting presentations, and/or shareholder meeting presentations.
39. Provide any third-party valuation of the Respondents and/or the Respondents' assets, or any valuation that reflects the value in whole or in part of the Respondents and/or the Respondents' assets, for the five years preceding the date of this Information Request.
40. Provide true and correct copies of the tax returns (and all amendments thereto) which Respondents have filed with the Internal Revenue Service and any state, local, or foreign government for the five years preceding the date of this Information Request complete with all schedules, attachments, and statements. If any Respondent is dissolved, provide the state and federal income tax returns for the preceding five years before its dissolution. If Respondents do not file federal, state, or foreign tax returns, please: a) submit copies of the returns filed by the entity for which the tax consequences of the Respondents are reflected; and b) provide consolidating schedules for those tax returns.
41. In the five years preceding the date of this Information Request, has either Respondent owned and/or had an ownership interest in any real estate other than at the Site? For the purpose of this Question, the term "owned and/or had an ownership interest" refers to fee ownership, beneficial interest under a trust or similar instrument, an option, or a leasehold interest. If the answer to this Question is yes, identify each such property, and list its address, date of purchase, and purchase price. If you no longer own the property, identify the date you transferred the property, the individual or entity that acquired the property, and the terms of the transaction through which the property was conveyed.

42. For the property and the Site and for each piece of property identified in response to Question 41, identify:
 - a. Each mortgage on the property;
 - b. All back taxes due on the property; and
 - c. All other liens or other encumbrances on the property.
43. Identify and provide copies of each appraisal performed on properties identified in response to Question 41. For each appraisal, identify the property address, appraiser, date of appraisal, and appraisal amount.
44. In the five years preceding the date of this Information Request, has either Respondent owned or had an ownership interest in any partnership, joint venture, trust, corporation, or association that owns real estate? If the answer to this Question is yes, list the names of such entities, identify the interest owned in each entity in each of the past five years, the date and cost of acquisition of each interest, and the real properties owned by such entity.
45. Describe and provide copies of all federal, state or local business licenses, permits, and/or registrations obtained or held by either Respondent since its formation, including the nature and type of license, permit or registration obtained or held; the date of issue and (if relevant) revocation of such license, permit or registration; and the identity of the issuing authority of such license, permit or registration.
46. Describe all significant transactions involving each Respondent in the five years preceding the date of this Information Request, including asset sales, asset purchases, loans, mergers, stock purchases, and stock sales. For the purposes of this request, a "significant transaction" is any transaction with a value exceeding \$10,000.
47. Describe all transfers of anything of value by each Respondent or on its behalf to employees, directors, officers, shareholders, Affiliate shareholders, or Affiliates of each Respondent for the five years preceding the date of this Information Request. For each such transfer please state the amount, the date, the reason for and nature of the transfer (e.g., common stock dividend, officer compensation, loan forgiveness) and the full name of the recipient. If any written agreements exist that govern any such transfer, please provide signed copies of the agreement. For the purposes of this request, a "transfer of anything of value" includes dividends, bonuses, perquisites, cancellation, forgiveness or deferral of loans, compensation of an officer, director, or employee beyond his or her standard salary or wage, and sales of property.
48. From Respondents' formation to the present, describe each service, product, or other benefit (e.g., management services, leases, employee time, consultants) provided by an Affiliate to Respondent. Describe each agreement, and provide a copy of each written agreement, relating to such services, products, or other benefit and, for service, product, or other benefit including a description of the terms and conditions under which the service, product, or other benefit was provided, parties involved, consideration paid, identity of representatives of the

parties, and the formula or basis used to determine the price paid for each such service, product, or benefit.

49. From Respondents' formation to the present, describe each service, product, or other benefit (e.g., management services, leases, employee time, consultants) provided by each Respondent to an Affiliate. Describe each agreement, and provide a copy of each written agreement, relating to such services, products, or other benefit and, for service, product, or other benefit including a description of the terms and conditions under which the service, product, or other benefit was provided, parties involved, consideration paid, identity of representatives of the parties, and the formula or basis used to determine the price paid for each such service, product, or benefit.
50. Describe all loans or financing arrangements made by any Affiliate to each Respondent or by each Respondent to any Affiliates, provide a signed copy of each written agreement relating to such arrangements, and for each such loan or financing arrangement that was made or arranged without a written agreement, identify the terms and conditions under which the loans or financing arrangements were made or arranged, including but not limited to the dates of the loan or financing arrangement, term of the loan or financing arrangement, the nature of the financing arrangement, identity of lender, identity of borrower, initial and current principal owed, interest rate, repayment schedule, collateral and/or other methods used to secure or guarantee the loan or financing arrangement, late payment provisions, and any other covenants or agreements relating to the loan or financing arrangement.
51. For the five years preceding the date of this Information Request, describe each guarantee made by any Respondent on behalf of an Affiliate or made by an Affiliate on behalf of any Respondent. For each such guarantee, provide signed copies of each agreement in which such a guarantee is provided complete with all schedules, attachments, and addendums. If a written agreement does not exist, please describe all material terms of each type of agreement including:
 - a. Nature of the agreement (e.g. loan, product, service, etc.);
 - b. Date of the agreement;
 - c. Term of the agreement;
 - d. Identity of seller/lender;
 - e. Identity of buyer/borrower; and
 - f. Circumstances under which performance of guarantee can be demanded.
52. Identify all ownership interests or management rights that each Respondent acquired or held in other entities in the five years preceding the date of this information request, and explain the business operations of each such entity, the amount paid or consideration received for each interest acquired or held, and the business reasons and strategy behind each such acquisition or holding.
53. For the five years preceding the date of this information request, provide copies of all of Respondents' Board of Director meeting minutes, resolutions, approvals, actions, materials

presented and/or discussed at Board of Director meetings, or any other document related to the Board of Directors. For any committee of the Board of Directors, provide copies of all minutes, resolutions, approvals, actions, presentations, materials presented and/or discussed at committee meetings, or any other documents related to all of the committees of the Respondents' Board of Directors.

Enclosure D
Information Request
Old American Zinc Site

DECLARATION

I declare under penalty of perjury that I am authorized to respond on behalf of the Respondent and that the foregoing is complete, true, and correct.

Executed on _____, 2018

Signature

Type or Print Name

Title